

Membership Balance Plan for the FDIC Systemic Resolution Advisory Committee

(1) Name: FDIC Systemic Resolution Advisory Committee (the “Committee”)

(2) Authority: Discretionary committee established under agency authority.

(3) Mission/Function: The Committee will provide advice and recommendations on a broad range of issues regarding the resolution of systemically important financial companies (“covered companies”) pursuant to Title II of the Dodd-Frank Wall Street Reform and Consumer Protection Act, Pub. L. 111-203 (July 21, 2010), 12 U.S.C. 5301, *et seq.* Issues to be considered by the Committee include the effects on financial stability and economic conditions from a covered company’s failure and how they arise, the effects on markets and stakeholders of a covered company, market understanding of the structures and tools available to the FDIC to facilitate an orderly resolution of a covered company, the application of such tools to nonbank financial entities, international coordination of planning and preparation for the resolution of internationally active covered companies, and harmonization of resolution regimes across international boundaries.

(4) Points of View: Given the complexities associated with the structure of covered companies, it is important to ensure that those most likely to be impacted by, or play a role in, the resolution of covered companies participate in the Committee’s activities. Toward that end, and to ensure relevant expertise on the Committee, members of the Committee should include financial market participants and professionals with relevant experience managing large, complex firms, investors, bankruptcy professionals, representatives from the audit, accounting, credit rating, and legal professions, as well as academic and other relevant experts. Members will represent these industries, among others, and are expected to be distributed across the categories of participants described above. No Special Government Employees are expected to be on the Committee; the Committee will be comprised of representatives of the above-described groups. The FDIC has determined that Committee members will be representatives and not Special Government Employees because the FDIC seeks the viewpoints of industry sectors and other groups with a stake in the systemic resolution process, and Committee members are not being asked to exercise their own individual judgment. Membership balance is not static and may change, however, depending on the work of the Committee. The number of Committee members shall not exceed twenty.

(5) Other Balance Factors: In order to achieve balance on the Committee, the FDIC may consider the following factors, among others: the geographic location of candidates; the importance of including regional, state or local government expertise; the impact on specific communities; and diversity in the candidates’ work sectors.

(6) Candidate Identification Process: Senior level FDIC staff, including the Director of the Office of Complex Financial Institutions, who is the Designated Federal Officer for the Committee, or his designee, will be involved in determining balance on the

Committee, recommending the most qualified individuals and reviewing applications, taking into consideration the areas of expertise most relevant to the issues to be examined by the Committee and the desire to include a broad cross-section of viewpoints on those issues. The Chairman of the FDIC will make the final selections. When deemed necessary, the FDIC may allow individuals to apply for membership on the committee and/or seek nominations or recommendations from existing advisory committee members, banking industry representatives, consumer or community groups, other state or Federal government agencies, academia, or members of the public, in seeking to achieve an appropriate balance on the Committee. Committee members will serve two-year terms, which may be renewed by the FDIC. Any vacancies on the Committee will be filled as soon as practicable using the process noted above.

(7) Subcommittee Balance: The process for assuring the appropriate balance on any subcommittee shall be the same process as for the full Committee (as outlined above).

(8) Other: Appointments will be made without discrimination on the basis of age, race, ethnicity, religion, gender, or sexual orientation.

(9) Date Prepared/Updated: Initially prepared on May 13, 2011; updated on May 1, 2013.